

IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF DELAWARE

CITICORP CREDIT SERVICES, INC., )  
Plaintiff, )  
v. ) C.A. No. 07-649-JJF (LPS)  
LPL LICENSING, LLC, and )  
PHOENIX LICENSING, L.L.C., )  
Defendants.

**CONSOLIDATED MOTIONS TO DISMISS OF DEFENDANTS  
LPL LICENSING, L.L.C. AND PHOENIX LICENSING, L.L.C.**

Defendants LPL Licensing, L.L.C. (“LPL”) and Phoenix Licensing, L.L.C. (“Phoenix”) move to dismiss this action. Specifically, defendants move as follows:

First, they move to dismiss under the first-to-file rule because Citicorp’s claims were filed after the a previously filed action in the Eastern District of Texas, involving the same parties and the same issues, and allowing these claims to continue would waste time, effort, and money.

Second, they move to dismiss for lack of subject matter jurisdiction because Citicorp cannot identify the requisite “actual controversy” between the parties.

Third, they ask the Court to exercise its discretion to decline to hear Citicorp’s declaratory judgment claims because this case falls outside the purposes of the Declaratory Judgment Act, and dismissal will allow the most efficient resolution of all the disputes between parties in one court: the Eastern District of Texas.

Fourth, defendant Phoenix moves to dismiss under Federal Rule of Civil Procedure 12(b)(2) for lack of personal jurisdiction because this District has no general or specific jurisdiction over Phoenix.

The grounds for this motion are set forth more specifically in LPL's and Phoenix's Opening Brief in Support of Motion to Dismiss filed contemporaneously herewith.

November 15, 2007

THE BAYARD FIRM

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**CERTIFICATE OF SERVICE**

The undersigned counsel certifies that, on November 15, 2007, he electronically filed the foregoing document with the Clerk of the Court using CM/ECF, which will send automatic notification of the filing to the following:

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The undersigned counsel further certifies that copies of the foregoing document were sent by email and by hand on November 15, 2007 to the above counsel.

/s/ Richard D. Kirk (rk0922)  
Richard D. Kirk